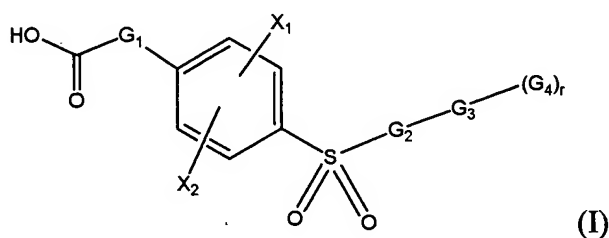


IN THE CLAIMS

Please cancel claims 1 through 121. Please add the following claims 122 through 141. Accordingly, claims 122 through 141 are pending upon entry of this Preliminary Amendment.

122. (NEW) A compound having the structure of Formula (I):



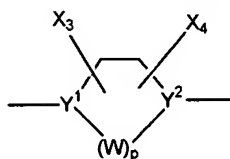
wherein:

G_1 is selected from the group consisting of $-(CR^1R^2)_n-$ and $-(CR^1R^2)_nO-$, wherein n is 1 or 2 and each R^1 and each R^2 are independently hydrogen,

C_{1-4} alkyl, C_{1-4} heteroalkyl, C_{1-4} alkoxy, and C_{1-4} perhaloalkyl or together may form a cycloalkyl, provided that R^1 and R^2 are not both H when n is 1;

X_1 and X_2 are each independently selected from the group consisting of hydrogen, C_{1-4} alkyl, cycloalkyl, halogen, perhaloalkyl, hydroxy, C_{1-4} alkoxy, nitro, cyano, and NH_2 ;

G_2 is a cyclic moiety having structure



wherein Y^1 and Y^2 are each independently N or $C-X_5$;

X_3 and X_4 are each independently selected from the group consisting of hydrogen, alkyl, halogen, C_{1-4} perhaloalkyl, hydroxy, alkoxy, nitro, cyano, NH_2 ;

p is 1, 2 or 3;

W is independently selected from the group consisting of $-CX_3X_4-$, $N-X_6$, and a moiety which together with Y^2 , forms a double bond;

X_5 is selected from the group consisting of hydrogen, alkyl, hydroxy, alkoxy, cyano, halogen, C_{1-4} perhaloalkyl and NH_2 ; provided further that when X_5 is alkyl, alkoxy or C_{1-4} perhaloalkyl, then such groups may be optionally ligated to G_4 ;

X_6 is selected from the group consisting of hydrogen, alkyl, hydroxy, and C_{1-4} perhaloalkyl, or null when forming a double bond with Y^2 ;

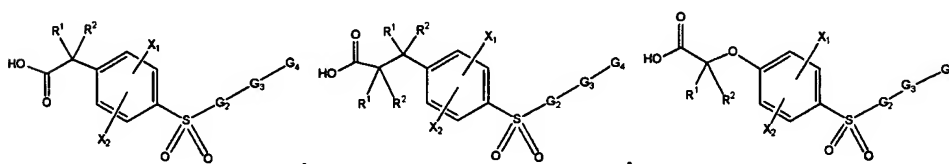
G_3 is selected from the group consisting of a bond, a double bond, $-(CR^3R^4)_m-$, $-C(O)(CR^3R^4)_m-$, $-(CR^3R^4)_mC(O)-$, and $-(CR^3R^4)_mCR^3=CR^4-$, wherein m is 0, 1, or 2, and wherein each R^3 and each R^4 is independently H, C_{1-4} alkyl, C_{1-4} alkoxy, aryl, C_{1-4} perhaloalkyl, cyano, and nitro; and

G_4 is selected from the group consisting of optionally substituted aryl, heteroaryl, cycloalkyl, cycloheteroaryl, and cycloalkenyl; and wherein Y^2 is $C-X_5$, G_4 may be optionally ligated to X_5 ; and

r is 1 or 2;

or a pharmaceutically acceptable N-oxide, pharmaceutically acceptable prodrug, pharmaceutically active metabolite, pharmaceutically acceptable salt, pharmaceutically acceptable ester, pharmaceutically acceptable amide, or pharmaceutically acceptable solvate thereof.

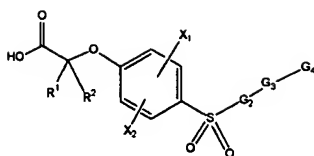
123. (NEW) A compound according to claim 1 having a structural formula selected from the group consisting of:



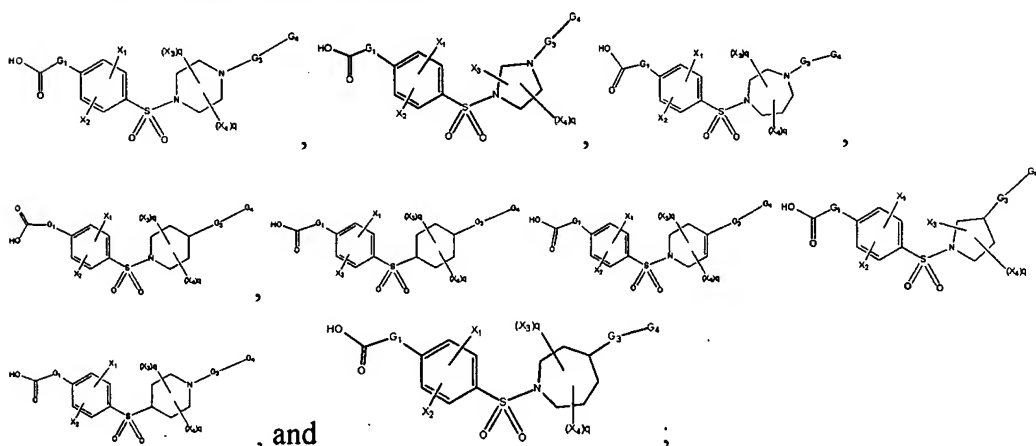
124. (NEW) A compound according to claim 2, wherein R^1 and R^2 are each independently selected from the group consisting of hydrogen, methyl, ethyl, and propyl, or together may form a cyclopropyl, cyclobutyl, cyclopentyl or cyclohexyl.

125. (NEW) A compound according to claim 3, wherein R^1 and R^2 are each methyl.

126. (NEW) A compound according to claim 2 having the structure:



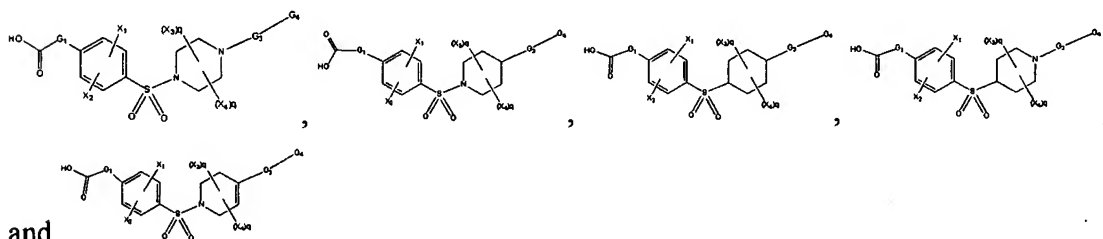
127. (NEW) A compound according to claim 5, wherein R^1 and R^2 are each independently selected from the group consisting of hydrogen, methyl, ethyl, and propyl, or together may form a cyclopropyl, cyclobutyl, cyclopentyl or cyclohexyl.
128. (NEW) A compound according to claim 6, wherein R^1 and R^2 are each methyl.
129. (NEW) A compound according to claim 2, wherein X_1 and X_2 are each independently selected from the group consisting of hydrogen, methyl, ethyl, halogen, and propyl.
130. (NEW) A compound according to claim 8, wherein X_1 and X_2 are each independently selected from the group consisting of hydrogen and methyl.
131. (NEW) A compound according to claim 5, wherein X_1 and X_2 are each independently selected from the group consisting of hydrogen, methyl, ethyl, halogen, and propyl.
132. (NEW) A compound according to claim 10, wherein X_1 and X_2 are each independently selected from the group consisting of hydrogen and methyl.
133. (NEW) A compound according to claim 1 having a structural formula selected from the group consisting of:



wherein $q = 0, 1$, or 2 .

134. (NEW) A compound according to claim 12, wherein G_1 is selected from the group consisting of $-CR^1R^2-$, $-(CR^1R^2)_2-$, and $-CR^1R^2-O-$.

135. (NEW) A compound according to claim 13, wherein G_1 is $-\text{CR}^1\text{R}^2\text{O}-$.
136. (NEW) A compound according to claim 14, wherein R^1 and R^2 are each independently selected from the group consisting of hydrogen, methyl, ethyl, and propyl, or together may form a cyclopropyl, cyclobutyl, cyclopentyl or cyclohexyl.
137. (NEW) A compound according to claim 15, wherein R^1 and R^2 are each methyl.
138. (NEW) A compound according to claim 12, wherein X_1 and X_2 are each independently selected from the group consisting of hydrogen, methyl, ethyl, halogen, and propyl.
139. (NEW) A compound according to claim 17, wherein R^1 and R^2 are each independently selected from the group consisting of hydrogen, methyl, ethyl, and propyl, or together may form a cyclopropyl.
140. (NEW) A compound according to claim 18, wherein R^1 and R^2 are each methyl.
141. (NEW) A compound according to claim 12 having a structural formula selected from the group consisting of:



wherein $q = 0, 1, \text{ or } 2$.